

## **AMENDMENTS TO THE SPECIFICATION**

Please replace Paragraph [0021] with the following paragraph rewritten in amendment format:

**[0021]** With continued reference to FIGS. 2 and 3, the operation of the shock absorber 8 will be described. During a rebound stroke, the check valve 32 in the piston 12 is closed preventing fluid flow between the upper working chamber 24 and the lower working chamber 26. The check valve 34 prohibits fluid flow also due to its setting as described above. Fluid is forced through the passage 56 formed in the rod guide 36. The fluid enters the intermediate chamber 52 which is concentric with the working chambers 24 and 26 and is directed to inlet passage 72 and lower working chamber 26 through a passage 100. Fluid enters through the inlet passage 72 of the control valve assembly 22. After entering the inlet passage 72, fluid flows through the valve seat 70 and into the control valve 80. From the control valve 80, the fluid flows to the control valve outlet 84 and valve seat plate 86. Fluid then enters the reserve chamber 38 through passage 88.

Please replace Paragraph [0023] with the following paragraph rewritten in amendment format:

**[0023]** During the compression stroke, the check valve 42 in the base assembly 20 is closed preventing fluid flow between the lower working chamber 26 and the reserve chamber 38. Fluid is forced through [[a]] passage 100 formed in the base valve assembly 20 and enters the intermediate chamber 52 and is directed to the inlet passage 72 and upper working chamber 26 through passage

56. From the intermediate chamber 52, fluid enters through the inlet passage 72 of the control valve assembly 22. After entering the inlet passage 72, fluid flows through the valve seat 70 and into the control valve 80. From the control valve 80, the fluid flows to the control valve outlet 84 and valve seat plate 86. Fluid then enters the reserve chamber 38 through passage 88. Again, the damping characteristics are realized through the control valve 80. The one-way check valve 32 in the piston 12 will open and allow fluid flow between the lower working chamber 26 and the upper working chamber 24. Thus as can be seen from Figure 2 and 3 and the above description, intermediate chamber 52 is in direct fluid communication with both upper and lower working chambers 24 and 26 and fluid flow directly between these chambers occurs through intermediate chamber 52.